

# EXHIBIT C



**NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.**

**AFTER RECORDING, RETURN TO:**

**Chicago Title Insurance Co.  
2828 Routh Street – Suite 800  
Dallas, Texas 75201**

**SPECIAL WARRANTY DEED**

STATE OF TEXAS       §  
                                  §  
COUNTY OF WARD     §

HODL Ranch I, LP, a Texas limited partnership (“**Grantor**”), for and in consideration of the sum of TEN DOLLARS (\$10) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has GRANTED, SOLD and CONVEYED, and by these presents does GRANT, SELL and CONVEY unto LAYER1 TECHNOLOGIES INC., a Delaware corporation (“**Grantee**”), the real property in Ward County, Texas, fully described in **Exhibit A** (the “**Land**”), together with all buildings, structures, fixtures, mechanical systems and other improvements located on such real property, including without limitation the electric substation located thereon, and all rights, privileges, easements and appurtenances pertaining to, held or enjoyed in connection with the Land and all reversions and remainders in or to such real property (collectively, the “**Property**”) and Grantor’s right, title and interest, if any, in and to any and all mineral rights and interests relating to such real property (present or reversionary) and any and all roads, streets, alleys, strips, gores, pieces of property and other ways (open or proposed) adjacent or contiguous to or abutting, affecting, crossing, fronting or bounding such real property.

This Special Warranty Deed and the conveyance set forth herein is executed by Grantor and accepted by Grantee subject only to the matters described in **Exhibit B**, to the extent the same are validly existing and applicable to the Property (collectively, the “**Permitted Exceptions**”).

TO HAVE AND TO HOLD the Property, together with any and all the rights and appurtenances thereto in any way belonging unto Grantee, Grantee’s successors and assigns forever; and Grantor does hereby bind itself and its successors and assigns to WARRANT AND FOREVER DEFEND all and singular the Property unto Grantee, Grantee’s successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through, or under Grantor, but not otherwise, and subject to the Permitted Exceptions.

Grantee’s address is:

221 Kearny Street  
San Francisco, CA 94108  
Attn: Alex Liegl

Grantor having paid to Grantee its prorated share of taxes attributable to the period preceding the date hereof, Grantee, by its acceptance hereof, does hereby assume and agree to pay all ad valorem taxes and special assessments pertaining to the Property for calendar year 2019, and all subsequent years.

[Signature page follows.]

EXECUTED as of October 10, 2019.

**HODL RANCH I, LP,**  
a Texas limited partnership

By: HODL Ranch I GP, LLC,  
a Texas limited liability company,  
its general partner

By: [Signature]  
Name: Robert Mornis  
Title: Manager

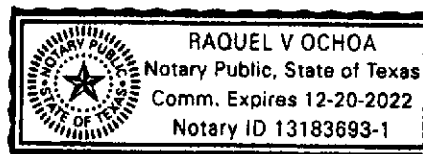
STATE OF TX §  
COUNTY OF Fort Bend §  
§

This instrument was acknowledged before me on this 10<sup>th</sup> day of October, 2019, by Robert Mornis, the Manager of HODL Ranch I GP, LLC, a Texas limited liability company, as general partner of HODL Ranch I, LP, a Texas limited partnership, on behalf of said limited partnership.

[Signature]  
Signature of Notary Public, State of TX

[ Personalized Seal of Notary ]

Exhibit A – Legal Description  
Exhibit B – Permitted Exceptions



## EXHIBIT A TO SPECIAL WARRANTY

### Legal Description of Property

#### TRACT I

DESCRIPTION, of a 26.975 acre tract of land situated in the Section 121, Block 34, Houston & Texas Central Railway Company Survey, Abstract No. 238, Ward County, Texas; said tract being all that certain tract of land described in Warranty Deed to Autonomous Oil, LLC recorded in Volume 2018, Page 2524, Deed Records of Ward County, Texas; said 26.975 acre tract being more particularly described as follows:

COMMENCING, at the Southwest corner of said Autonomous tract in the Northwest line of said Section 121, Block 34, the Southeast line of said Section 42, Block 18, and the Northwest line of the Texas and Pacific Railway Company Railroad;

THENCE, North 42 degrees, 37 minutes, 54 seconds East, along the said Northwest line of Section 121, Block 34, the said Southeast line of Section 42, Block 18, and the Northwest line of said Walker tract, passing the Southeast corner of said Section 42, Block 18 and the Southwest corner of said Section 40, Block 17, and continuing along the Southeast line of Section 40, Block 17, a distance of 1,591.93 feet to the point of beginning;

THENCE, North 42 degrees, 37 minutes, 54 seconds East, continuing along the said Northwest line of Section 121, Block 34, the said Southeast line of Section 40, Block 17, and the Northwest line of said Walker tract, a distance of 2,510.13 feet to a point for corner;

THENCE, departing the Northwest line of Section 121, Block 34, the Southeast line of Section 40, Block 17, and the Northwest line of said Walker tract, over and across said Walker tract and Section 121, Block 34 the following six (6) calls:

South 04 degrees, 03 minutes, 04 seconds East, a distance of 432.74 feet to a point for corner;

South 03 degrees, 07 minutes, 34 seconds West, a distance of 119.82 feet to a point for corner;

South 13 degrees, 46 minutes, 45 seconds East, a distance of 470.25 feet to a point for corner;

North 90 degrees, 00 minutes, 00 seconds West, a distance of 53.22 feet to a point for corner;

South 13 degrees, 01 minutes, 25 seconds East, a distance of 318.10 feet to a point for corner;

South 73 degrees, 41 minutes, 00 seconds West, a distance of 1,882.32 feet to the point of beginning;

## TRACT II

DESCRIPTION, of a 2.121 tract of land situated in the Section 121, Block 34, Houston & Texas Central Railway Company Survey, Abstract No. 238, Ward County, Texas; said tract being all that certain tract of land described in Special Warranty Deed to SBX Autonomous, LLC recorded in Volume 2018, Page 7947, Deed Records of Ward County, Texas; said 2.121 tract being more particularly described as follows:

COMMENCING, at the Southwest corner of said Autonomous tract in the Northwest line of said Section 121, Block 34, the Southeast line of said Section 42, Block 18, and the Northwest line of the Texas and Pacific Railway Company Railroad;

THENCE, North 42 degrees 37 minutes, 54 seconds East, along the said Northwest line of Section 121, Block 34, the said Southeast line of Section 42, Block 18, and the Northwest line of said SBX Autonomous tract, passing the Southeast corner of said Section 42, Block 18 and the Southwest corner of said Section 40, Block 17, and continuing along the Southeast line of Section 40, Block 17, a distance of 4,692.68 feet to the POINT OF BEGINNING in said Southeast line of Section 40 Block 17;

THENCE, continuing along the Southeast line of Section 40, Block 17, over and across said SBX Autonomous tract and Section 121, Block 34 the following five (4) calls:

North 42 degrees, 37 minutes, 54 seconds East, a distance of 336.00 feet to a point for corner;

South 47 degrees, 04 minutes, 38 seconds East, a distance of 275.00 feet to a point for corner;

South 42 degrees, 37 minutes, 54 seconds West, a distance of 336.00 feet to a point for corner;

North 47 degrees, 04 minutes 38 seconds West, a distance of 275.00 feet to the POINT OF BEGINNING;

CONTAINING: 92,400 square feet or 2.121 acres of land, more or less.

## TRACT III

DESCRIPTION, of a 1.561 acre tract of land situated in the Section 121, Block 34, Houston & Texas Central Railway Company Survey, Abstract No. 238, Ward County, Texas; said tract being all that certain tract of land described in Special Warranty Deed to SBX Autonomous, LLC recorded in Volume 2018, Page 7947, Deed Records of Ward County, Texas; said 1.561 acre tract being more particularly described as follows:

COMMENCING, at the Southwest corner of said SBX Autonomous tract in the Northwest line of said Section 121, Block 34, the Southeast line of said Section 42, Block 18, and the Northwest line of the Texas and Pacific Railway Company Railroad;

THENCE, North 42 degrees, 37 minutes, 54 seconds East, along the said Northwest line of Section 121, Block 34, the said Southeast line of Section 42, Block 18, and the Northwest line of said SBX Autonomous tract, passing the Southeast corner of said Section 42, Block 18 and the Southwest corner of said Section 40, Block 17, and continuing along the Southeast line of Section 40, Block 17, a distance of 4,102.06 feet to the point of beginning;

THENCE, North 42 degrees, 37 minutes, 54 seconds East, continuing along the said northwest line of Section 121, Block 34, the said southeast line of Section 40, Block 17, and the northwest line of said SBX Autonomous tract, a distance of 590.39 feet to a point for corner;

THENCE, departing the said northwest line of Section 121, Block 34, the said southeast line of Section 40, Block 17 and the said northwest line of the SBX Autonomous tract, the following five (5) calls:

South 47 degrees, 04 minutes, 38 seconds East, a distance of 275.00 feet to a point;

South 42 degrees, 37 minutes, 54 seconds West, a distance of 70.00 feet to a point;

North 47 degrees, 04 minutes, 38 seconds West, a distance of 190.00 feet to a point;

South 42 degrees, 37 minutes, 54 seconds West, a distance of 626.50 feet to a point;

North 04 degrees, 03 minutes, 04 seconds East, a distance of 136.30 feet to the point of beginning;

CONTAINING, 67,993 square feet or 1.561 acres of land, more or less.

## EXHIBIT B TO SPECIAL WARRANTY DEED

### Schedule of Permitted Exceptions

1. Right-of-way as shown in instrument from SBX AUTONOMOUS LLC to FELIX WATER LLC, dated December 12, 2018, filed in Document No. 2018-8443 and Document No. 2018-8445, Official Public Records of Ward County, Texas.
2. Right-of-way and Easement as shown in instrument from SBX AUTONOMOUS LLC to FELIX WATER LLC, dated December 12, 2018, filed in Document No. 2018-8446, Official Public Records of Ward County, Texas.
3. Right of Way and Easement to Texas Electric Service Company as set forth in Volume 199, Page 489, duly recorded in Official Public Records of Ward County, Texas.
4. Pipeline Right of Way Agreement to Chesapeake Energy Marketing, Inc. recorded in Volume 1042, Page 235 duly recorded in Official Public Records of Ward County, Texas.

FILED FOR RECORD IN:  
Ward County  
On: 10/15/2019 3:42:13 PM  
Doc Number: 2019 - 6503  
Number of Pages: 7  
Amount: 50.00  
Order#: 20191015000038  
By: LH



Special Warranty Deed

*Denise Valles*  
Denise Valles, County Clerk

Exhibit